
FBR Limited
ACN 090 000 276

NOTICE OF EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting of the Company will be held at Grant Thornton Australia, Central Park, Level 43, 152 - 158 St Georges Terrace, Perth Western Australia 6000 on Tuesday, 6 May 2025 at 10:00am (AWST).

This Notice of Extraordinary General Meeting and accompanying Explanatory Memorandum and Proxy Form should be read in their entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Should you wish to discuss any matter please do not hesitate to contact the Company by telephone on (08) 9380 0240.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an extraordinary general meeting of shareholders of FBR Limited (**Company**) will be held at Grant Thornton Australia, Central Park, Level 43, 152 - 158 St Georges Terrace, Perth Western Australia 6000 on Tuesday, 6 May 2025 at 10:00am (AWST) (**Meeting**).

The Explanatory Memorandum to this Notice provides additional information on matters to be considered at the Meeting. The Explanatory Memorandum and the Proxy Form each form part of this Notice.

The Directors have determined, pursuant to regulation 7.11.37 of the Corporations Regulations, that the persons eligible to vote at the Meeting are those who are registered as Shareholders at 10:00am (AWST) on Sunday, 4 May 2025.

Terms and abbreviations used in this Notice and Explanatory Memorandum are defined in Section 6.

AGENDA

1. Resolution 1 – Ratification of issue of Shares to Underwriter under Listing Rule 7.1

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders ratify and approve the previous issue of 149,073,026 Shares to Bell Potter Securities Limited on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice.”

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of Bell Potter Securities Limited or an associate of Bell Potter Securities Limited.

However, this does not apply to a vote cast in favour of this Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with directions given to the proxy or attorney to vote on this Resolution in that way;
- (b) the Chair as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
 - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on this Resolution; and
 - (ii) the holder votes on this Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

2. Resolution 2 – Ratification of issue of Placement Shares under Listing Rule 7.1

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders ratify and approve the previous issue of 574,500,000 Shares to institutional and sophisticated investors on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of any person who participated in the issue, or an associate of that person (or those persons).

However, this does not apply to a vote cast in favour of this Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with directions given to the proxy or attorney to vote on this Resolution in that way;
- (b) the Chair as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary, provided the following conditions are met:
 - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on this Resolution; and
 - (ii) the holder votes on this Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

3. Resolution 3 – Approval of issue of Placement Shares under Listing Rule 7.1

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, for the purpose of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 53,820,242 Shares to Fidelity International Limited on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."

Voting Exclusion

The Company will disregard any votes cast in favour of this Resolution by or on behalf of:

- (a) Fidelity International Limited; or
- (b) an associate of Fidelity International Limited,

and any other person who will obtain a material benefit as a result of, the proposed issue (except a benefit solely by reason of being a holder of ordinary securities in the Company) or an associate of that person or those persons.

However, this does not apply to a vote cast in favour of the Resolution by:

- (a) a person as proxy or attorney for a person who is entitled to vote on this Resolution,

in accordance with directions given to the proxy or attorney to vote on this Resolution in that way;

- (b) the Chair as proxy or attorney for a person who is entitled to vote on this Resolution, in accordance with a direction given to the Chair to vote on the Resolution as the Chair decides; or
- (c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:
 - (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on this Resolution; and
 - (ii) the holder votes on this Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Dated 4th April 2025

BY ORDER OF THE BOARD

Aidan Flynn
Company Secretary

EXPLANATORY MEMORANDUM

1. Introduction

This Explanatory Memorandum has been prepared for the information of Shareholders of FBR Limited (**Company**) in connection with the business to be conducted at the Meeting to be held at Grant Thornton Australia, Central Park, Level 43, 152 - 158 St Georges Terrace, Perth Western Australia 6000 on Tuesday, 6 May 2025 at 10:00am (AWST).

This Explanatory Memorandum should be read in conjunction with and forms part of the accompanying Notice. The purpose of this Explanatory Memorandum is to provide information to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice.

A Proxy Form is located at the end of the Explanatory Memorandum.

2. Action to be taken by Shareholders

Shareholders should read the Notice and this Explanatory Memorandum carefully before deciding how to vote on the Resolutions.

2.1 Proxies

A Proxy Form is attached to the Notice. This is to be used by Shareholders if they wish to appoint a representative (a 'proxy') to vote in their place. All Shareholders are invited and encouraged to attend the Meeting or, if they are unable to attend, sign and return the Proxy Form to the Company in accordance with the instructions thereon. Lodgment of a Proxy Form will not preclude a Shareholder from attending and voting at the Meeting.

In accordance with section 249L of the Corporations Act, Shareholders are advised that:

- (a) a member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy;
- (b) a proxy need not be a member of the Company; and
- (c) a member of the Company entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise, but where the proportion or number is not specified, each proxy may exercise half of the votes.

The enclosed Proxy Form provides further details on appointing proxies and lodging Proxy Forms.

2.2 Voting By Proxy

Shareholders can appoint a proxy to attend and vote live at the Meeting. Your proxy need not be a Shareholder.

If you are entitled to cast two or more votes you may appoint two proxies and specify on your

Proxy Form the proportion or number of votes each proxy is appointed to exercise. If you appoint two proxies and the appointment does not specify the number or proportion of votes each proxy may exercise, each proxy may exercise half the votes.

To vote by proxy, please complete and sign the enclosed Proxy Form and return:

- (a) online at www.investorvote.com.au;
- (b) by scanning the QR code of your proxy form and following the prompts;
- (c) by post to the Registry, Computershare Investor Services Pty Limited, GPO Box 242, Melbourne, Victoria 3001;
- (d) by facsimile to the Registry on facsimile number (+61 3) 9473 2555; or
- (e) for custodian voting: for Intermediary Online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions, so that it is received no later than 10am (AWST) on Sunday, 4 May 2025.

Proxy Forms received later than this time will be invalid.

3. Resolution 1 – Ratification of Issue of Shares to Underwriter under Listing Rule 7.1

3.1 Background

On 4 November 2024, the Company launched a Share Purchase Plan, pursuant to which existing eligible Shareholders were invited to subscribe for new Shares at an issue price of \$0.038 per Share to raise \$8 million (**Share Purchase Plan**). The Share Purchase Plan was fully underwritten by Bell Potter Securities Limited (**Underwriter**).

On 29 November 2024, the Company announced the results of the Share Purchase Plan, including that the Company would issue shortfall Shares under the Share Purchase Plan to the Underwriter.

On 3 December 2024, the Company issued 149,073,026 Shares to the Underwriter at an issue price of \$0.038 per Share to satisfy the shortfall under the Share Purchase Plan.

Resolution 1 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the 149,073,026 Shares to the Underwriter.

The Company confirms that the issue of the Shares did not breach Listing Rule 7.1.

3.2 Listing Rule 7.1

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of Equity Securities that a listed company can issue without the approval of its shareholders over any 12-month period to 15% of the fully paid ordinary securities it had on issue at the start of that period.

The issue of the 149,073,026 Shares the subject of Resolution 1 does not fall within any of the exceptions in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit under Listing Rule 7.1, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12-month period following the issue of the Shares.

Listing Rule 7.4 allows the shareholders of a listed company to approve issues of Equity Securities that have reduced the listed company's placement capacities under Listing Rule 7.1 (15% limit). If Shareholders approve an issue under Listing Rule 7.4, the issue is taken to have been approved under Listing Rule 7.1 and does not reduce the Company's capacity to issue further Equity Securities without Shareholder Approval under that rule.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. To this end, Resolution 1 seeks Shareholder approval for the issue of the Shares the subject of Resolution 1 under and for the purposes of Listing Rule 7.4.

3.3 Technical Information required by Listing Rule 14.1A

If Resolution 1 is passed, the 149,073,026 Shares the subject of Resolution 1 will be excluded in calculating the Company's additional 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If Resolution 1 is not passed, the 149,073,026 Shares the subject of Resolution 1 will be included in calculating the Company's additional 15% limit in Listing Rule 7.1, effectively decreasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

3.4 Technical Information required by Listing Rule 7.5

The following information is provided to Shareholders for the purposes of Listing Rule 7.5 in relation to Resolution 1:

- (a) The Shares were issued to Bell Potter Securities Limited, who is a corporate adviser to the Company but is not a Related Party of the Company, a member of Key Management Personnel, a substantial holder in the Company or an associate of any such person.
- (b) A total of 149,073,026 Shares were issued on 3 December 2024.
- (c) The Shares issued are fully paid ordinary shares that rank equally in all respects with all other existing Shares from their date of issue.
- (d) The purpose of the issue of the Shares was to provide working capital to the Company to assist with the delivery of a number of key upcoming milestones including the 10 home Demonstration Program to be undertaken in Florida.
- (e) The Shares were issued for cash consideration of \$0.038 per Share, raising a total of approximately \$5,644,774 (before costs).
- (f) A summary of the material terms of the Agreement between the Company and the Underwriter is set out in Annexure A.
- (g) A voting exclusion statement is included in the Notice.

3.5 Directors' recommendation

The Board recommends Shareholders vote in favour of Resolution 1.

4. Resolution 2 – Ratification of Issue of Placement Shares under Listing Rule 7.1

4.1 Background

On 27 March 2025, the Company announced it was undertaking a capital raising through the issue of 628,320,242 Shares to professional and sophisticated investors at an issue price of \$0.01 per Share to raise a total of \$6,283,202 million before costs (**Placement**).

The Placement will take place in two tranches as follows:

- Under Tranche 1 of the Placement, the Company issued 574,500,000 Shares on 2 April 2025 at an issue price of \$0.01 per Share, raising \$5,745,000 (before costs). The Shares issued under Tranche 1 were issued utilising the Company's existing capacity under Listing Rule 7.1; and
- Under Tranche 2 of the Placement the Company will, subject to Shareholder approval, issue an additional 53,820,242 Shares at an issue price of \$0.01 per Share, raising a total of \$538,202 (before costs). These Shares will be issued to Fidelity International Limited and are the subject of Resolution 3.

Funds raised from the Placement will be used to provide additional working capital as well as for restructuring and development costs.

Bell Potter Securities Limited acted as Lead Manager and Bookrunner to the Placement.

Resolution 2 seeks Shareholder ratification pursuant to Listing Rule 7.4 for the issue of the 574,500,000 Shares under Tranche 1 of the Placement.

The Company confirms that the issue of the Shares under Tranche 1 of the Placement did not breach Listing Rule 7.1.

4.2 Listing Rules 7.1 and 7.4

A summary of Listing Rules 7.1 and 7.4 is set out in Section 3.2 above.

The issue of the 574,500,000 Shares the subject to Resolution 2 does not fit within any of the exceptions in Listing Rule 7.2 and, as it has not yet been approved by Shareholders, it effectively uses up part of the 15% limit under Listing Rule 7.1, reducing the Company's capacity to issue further Equity Securities without Shareholder approval under Listing Rule 7.1 for the 12-month period following the issue of the Shares.

The Company wishes to retain as much flexibility as possible to issue additional Equity Securities into the future without having to obtain Shareholder approval for such issues under Listing Rule 7.1. To this end, Resolution 2 seeks Shareholder approval for the issue of the Shares the subject of Resolution 2 under and for the purposes of Listing Rule 7.4.

4.3 Technical Information required by Listing Rule 14.1A

If Resolution 2 is passed, the 574,500,000 Shares the subject of Resolution 2 will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

If Resolution 2 is not passed, the 574,500,000 Shares the subject of Resolution 2 will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the

number of Equity Securities the Company can issue without Shareholder approval over the 12-month period following the date of issue of the Shares.

4.4 Technical Information required by Listing Rule 7.5

The following information is provided to Shareholders for the purposes of Listing Rule 7.5 in relation to Resolution 2:

- (a) The Shares were issued to sophisticated and professional investors who are clients of Bell Potter Securities Limited. The recipients were identified through a bookbuild process, where expressions of interest to participate in the capital raising from non-related parties of the Company were sought. Of the Shares that were issued:
 - (i) 20,000,000 Shares were issued to M&G Investment Management who is a substantial holder in the Company but is otherwise not a Related Party of the Company, a member of Key Management Personnel, an adviser to the Company or an associate of any such person; and
 - (ii) The remaining 554,500,000 Shares were issued to sophisticated and professional investors, none of whom are a Related Party of the Company, a member of Key Management Personnel, a substantial holder in the Company, an adviser to the Company or an associate of any such person.
- (b) A total of 574,500,000 Shares were issued on 2 April 2025.
- (c) The Shares issued are fully paid ordinary shares that rank equally in all respects with all other existing Shares from their date of issue.
- (d) The Shares were issued for cash consideration of \$0.01 per Share, raising a total of approximately \$5,745,000 (before costs).
- (e) The purpose of the issue of the Shares was to provide additional working capital as well as being used for restructuring and development costs.
- (f) The Shares were not issued under an agreement.
- (g) A voting exclusion statement is included in the Notice.

4.5 Directors' recommendation

The Board recommends Shareholders vote in favour of Resolution 2.

5. Resolution 3 – Approval of issue of Placement Shares under Listing Rule 7.1

5.1 Background

A summary of the Placement is set out in Section 4.1 above.

Resolution 3 seeks Shareholder approval pursuant to Listing Rule 7.1 for the issue of 53,820,242 Shares under Tranche 2 of the Placement to Fidelity International Limited at an issue price of \$0.01 per Share to raise approximately \$538,000 (before costs).

5.2 Listing Rule 7.1

A summary of Listing Rule 7.1 is set out in Section 3.2 above.

The issue of the 53,820,242 Shares the subject to Resolution 3 does not fit within any of the exceptions in Listing Rule 7.2 and exceeds the 15% limit in Listing Rule 7.1. It therefore requires the approval of Shareholders under Listing Rule 7.1.

5.3 Technical information required by Listing Rule 14.1A

If Resolution 3 is passed, the Company will be able to proceed with the issue of the 53,820,242 Shares the subject of Resolution 3. In addition, the issue of the Shares will be excluded from the calculation of the number of Equity Securities the Company can issue without Shareholder approval under Listing Rule 7.1.

If Resolution 3 is not passed, the Company may not be able to proceed with the issue of the 53,820,242 Shares the subject of Resolution 3.

5.4 Technical information required by Listing Rule 7.3

Pursuant to and in accordance with Listing Rule 7.3, the following information is provided in relation to Resolution 3:

- (a) The Shares will be issued to Fidelity International Limited, who is a substantial holder in the Company but is otherwise not a Related Party of the Company, a member of Key Management Personnel, an adviser to the Company or an associate of any such person.
- (b) The number of Shares to be issued pursuant to Resolution 3 is 53,820,242.
- (c) The Shares are anticipated to be issued on or around 8 May 2025 and, in any event, by no later than 3 months after the date of the Meeting.
- (d) The issue price of the Shares will be \$0.01 per Share.
- (e) The purpose of the issue of the Shares is to provide additional working capital as well as being used for restructuring and development costs.
- (f) The Shares will be fully paid ordinary shares in the capital of the Company issued on the same terms as the Company's existing Shares.
- (g) The Shares are not being issued under an agreement.
- (h) The Shares are not being issued under, or to fund, a reverse takeover.
- (i) A voting exclusion statement is included in this Notice.

5.5 Directors' recommendation

The Board recommends Shareholders vote in favour of Resolution 3.

6. Definitions

In this Notice, Explanatory Memorandum and Proxy Form:

\$ means Australian Dollars.

Annexure means an annexure to this Notice.

ASX means ASX Limited (ACN 008 624 691) and, where the context permits, the Australian Securities Exchange operated by ASX.

AWST means Australian Western Standard Time as observed in Perth, Western Australia.

Board means the board of Directors.

Chair means the person appointed to chair the Meeting.

Company or **FBR** means FBR Limited ACN 090 000 276.

Corporations Act means the *Corporations Act 2001* (Cth).

Corporations Regulations means the *Corporations Regulations 2001* (Cth).

Director means a current director of the Company.

Equity Securities has the same meaning as in the Listing Rules.

Explanatory Memorandum means the explanatory memorandum attached to the Notice.

Extraordinary General Meeting or **Meeting** means the meeting convened by the Notice of Meeting.

Key Management Personnel means the persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

Listing Rules means the listing rules of ASX.

Notice or **Notice of Meeting** means this Notice of Annual General Meeting.

Meeting means the meeting of the Company at Grant Thornton Australia, Central Park, Level 43, 152-158 St Georges Terrace, Perth Western Australia 6000.

Placement has the meaning given in Section 4.1.

Proxy Form means the proxy form attached to the Notice.

Related Party is defined in section 228 of the Corporations Act.

Resolution means a resolution contained in this Notice.

Section means a section contained in this Explanatory Memorandum.

Share means a fully paid ordinary share in the capital of the Company.

Share Purchase Plan has the meaning given in Section 3.1.

Shareholder means a registered holder of a Share.

Underwriter means Bell Potter Securities Limited.

Annexure A – Material Terms of Underwriting Agreement

Bell Potter Securities Limited was appointed as the Underwriter to the Share Purchase Plan pursuant to an agreement entered into by the Underwriter and the Company dated 4 November 2024 (**Underwriting Agreement**).

In consideration for the services being provided by the Underwriter under the Underwriting Agreement, the Company agreed to pay the Underwriter:

- an underwriting fee equal to 7% of the total Gross Proceeds in the Share Purchase Plan (being the total gross amount raised under the Share Purchase Plan, regardless of which investors those funds are received from or whether the funds are received or arranged by the Company, the Underwriter or a third party), up to the Underwritten Amount of \$8,000,000;
- a management fee equal to 6% of Gross Proceeds which exceed the Underwritten Amount; and
- reimbursement for all reasonable expenses properly incurred in the provision of the services under the Underwriting Agreement.

The Underwriting Agreement makes clear that all third party selling and/or sub-underwriting fees will be paid by the Underwriter from the fees outlined above.

The Underwriting Agreement otherwise contains provisions customary for an agreement of such nature (including representations and warranties, termination events, indemnities and confidentiality provisions).

For personal use only



ABN 58 090 000 276

FBR

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Need assistance?



Phone:

1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)



Online:

www.investorcentre.com/contact



YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **10:00am (AWST) on Sunday, 4 May 2025.**

Proxy Form

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative

If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Proxy Form:

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Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999

I ND

■ **Proxy Form**

Please mark ☒ to indicate your directions

Step 1

Appoint a Proxy to Vote on Your Behalf

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I/We being a member/s of FBR Ltd hereby appoint

☐

the Chairman
of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Extraordinary General Meeting of FBR Ltd to be held at Grant Thornton Australia, Central Park, Level 43, 152-158 St Georges Terrace, Perth, WA 6000 on Tuesday, 6 May 2025 at 10:00am (AWST) and at any adjournment or postponement of that meeting.

Step 2

Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
Resolution 1	Ratification of issue of Shares to Underwriter under Listing Rule 7.1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Ratification of issue of Placement Shares under Listing Rule 7.1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Approval of issue of Placement Shares under Listing Rule 7.1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3

Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director & Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

/ /

Date

Update your communication details *(Optional)*

Mobile Number

Email Address

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

